

## OPEN SESSION AGENDA

February 22, 2023

University of North Carolina School of the Arts

11:00 a.m. – 12:00 p.m.

Zoom <https://uncsa.zoom.us/j/95146111163>

### COMMITTEE MEMBERS:

Anna Folwell, Committee Chair; Skip Dunn; Rhoda Griffis; Ches McDowell; Ralph Womble;  
Mark Land (ex officio)

### EXOFFICIO:

Reid Wilson, Dept. of Natural and Cultural Resources

### COMMITTEE STAFF:

Jim DeCristo (Chief of Staff), David Harrison (General Counsel), Kevin Bitterman, (Kenan  
Institute, Ginger Caston (Staff), Amanda Balwah (University Secretary)

### OTHER ATTENDEES:

Dmitri Vorobiev (Faculty Council); Darren Chiott (Staff Council)

## AGENDA

### OPEN SESSION

1. Call to Order and Confirm Quorum..... Chair Folwell
2. Approval of December 1, 2022 Minutes ..... Chair Folwell
3. BOT Member Terms.....Jim DeCristo
4. Motion for Closed Session .....Chair Folwell
5. Report from Closed Session .....Chair Folwell
6. Motion to Adjourn.....Chair Folwell

## **DRAFT OPEN MINUTES**

December 1, 2022  
University of North Carolina School of the Arts  
SAAB Rm 306 – 3:05 p.m. – 4:00 p.m.  
Winston-Salem, North Carolina

### **TRUSTEES PRESENT**

Anna Folwell (Committee Chair), Rhoda Griffis, Ches McDowell, Mark Land (ex-officio)

### **TRUSTEES ABSENT**

Skip Dunn, Ralph Womble, Secretary Reid Wilson

### **COMMITTEE STAFF PRESENT**

Jim DeCristo (Vice Chancellor for Economic Development and Chief of Staff), David Harrison (Vice Chancellor for Institutional Integrity and General Counsel), Ginger Caston (Committee Staff), Amanda Balwah (Secretary to BOT), Darren Chiott (Staff Council Representative), Jeff George (Faculty Council Representative)

### **OTHER ATTENDEES**

Patrick Sims (Executive Vice Chancellor and Provost), Claire Machamer (Vice Chancellor for Strategic Communications), Rachel Williams (Dean of Liberal Arts), Patrice Goldman (Institutional Integrity)

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## **CONVENE MEETING AND CONFIRM QUORUM**

Chair Anna Folwell called the Governance Committee of the University of North Carolina School of the Arts to order at 3:05 p.m. A quorum was present.

## **APPROVAL OF MINUTES**

Chair Folwell requested Committee members to review the minutes from the September 29, 2022, meeting. Chair Folwell called for a motion to approve the minutes as presented.

**MOTION:** Mark Land moved to approve the Open Session September 29, 2022, meeting minutes. Rhoda Griffis seconded the motion, and the minutes were unanimously approved.

## **BOT MEMBER TERMS**

Jim DeCristo shared that updated revisions had been made to the current BOT Terms. Updated digital copies of document were emailed to committee members.

Updates included: Vacancy in previous position held by Trustee Paul Tazewell. Kayli Kimerer will serve as SGA President, Ex Officio: 2022 - 2023, David Broughton will serve as Foundation Liaison, 2022 – 2024, Clare Jordan will serve as Board of Visitor Liaison, 2022 – 2023.

Chair Folwell shared approval had been given for reappointments to a four-year term beginning July 1, 2023, for both she and Peter Juran.

## **MOTION TO MOVE TO CLOSED SESSION**

Chair Folwell requested a motion move into closed session.

**MOTION:** Mark Land made the motion to move into closed session. Rhoda Griffis seconded the motion and moved to go into Closed Session to prevent the disclosure of information to consider the qualifications, competence, performance, or condition of appointment of a public officer or employee or prospective public officer or employee. The motion was unanimously approved.

## **REPORT FROM CLOSED SESSION**

Chair Folwell reported the committee had discussed and will present the names of 4 candidates to the Closed Session for the full Board at tomorrow's full Board meeting.

## **MOTION TO ADJOURN**

With no further business to discuss, Chair Folwell requested a motion to adjourn the December 1, 2022, Governance Committee meeting.

A motion to adjourn was made by Ches McDowell, seconded by Rhoda Griffis and with unanimous approval, the meeting adjourned.

Submitted by:  
Ginger Caston, Executive Assistance  
Governance Committee Staff

**UNCSA Board of Trustees Terms****Voting Members**

<b>Name</b>	<b>Served</b>	<b>Eligible</b>	<b>Notes</b>
Jeffrey Bullock	BOG: 2021-2025	1 full term	Filled Stephen Berlin vacancy
Kyle Petty	LEG (Senate): Partial 2020-2021; 2021-2025	1 full term	Reappointed for full term Filled Peter Brunstetter vacancy (resigned 10/22/19)
Greer Cawood	BOG: Partial 2013-2015; 2015-2019; 2019-2023	0 full term	Reappointed for full term Filled Barbara Goodmon vacancy (resigned 7/8/13)
Noel "Skip" Dunn	BOG: Partial 2012-2015; 2015-2019; 2019-2023	0 full term	Reappointed for full term Filled Lee Chaden vacancy, (resigned 12/2011)
Anna Folwell	LEG (Senate): Partial 2016-2019; 2019- 2023	1 full term	Filled Isaac Green vacancy (6/30/15)
Peter Juran	LEG (House): Partial 2019-2023	2 full terms	Filled Phillip Horne vacancy (3/2021)
Graydon Pleasants	BOG: Partial 2021-2025	2 full terms	Filled Al Crawford vacancy
Mark Land	BOG: 2015-2019; 2019-2023	0 full term	Filled Claire Christopher vacancy
Charles "Ches" McDowell	LEG (House): 2021-2025	1 full term	Filled Elizabeth Madden vacancy
Nia Franklin	BOG: 2023-2025	2 full terms	Filled Paul Tazewell vacancy
Rhoda Griffis	BOG: 2021-2025	1 full term	Filled Erna Womble vacancy
Ralph Womble Chair	BOG: 2015-2019; 2019-2023	0 full term	Filled Don Flow vacancy Reappointed for full term
<b>SGA</b>			
Kayli Kimerer	Ex Officio: 2022-2023	Designated 1-yr term	SGA President

<b><u>Emeritus, Alumni, Ex-Officio, Foundation Liaison, Honorary</u></b>	<b><u>Non-voting, not counted towards quorum</u></b>		
Reid Wilson	Ex Officio	Designated by Legislation	Replaced Susi Hamilton
Sandi Macdonald	Ex Officio	Designated by Legislation	Filled David Worters vacancy
Tom Kenan	Emeritus	Lifetime	
Beth Petty	Alumni: July 1, 2021-June 30, 2023	2-yr term	Filled Al Crawford vacancy
David Broughton	Foundation Liaison to BOT: 2022-2024; 2-year term	Designated by Foundation President for 2-yr term	Filled Peter Juran vacancy
Clare Jordan	Board of Visitor Liaison: 1-year term flexible, July 2022- 2023	Designated by BOV Chair for 1-yr term	Filled Sue Henderson vacancy
Mark Land	BOT liaison to Foundation: 2-year term 2021-2023	Elected by the board	Replaced Ches McDowell
Anna Folwell	BOT liaison to the Board of Visitors: 2-year term 2021-2023	Elected by the board	Filled Mark Land vacancy